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July 3, 2001

REPLY TO: Buffalo Grove

Mr. Thomas C. Nash
Associate Regional Counsel
Office of Regional Counsel
United States Environmental
Protection Agency
77 W. Jackson Blvd.
Chicago, Illinois 60604

Re: CRS Elyria, Ohio Superfund Matter

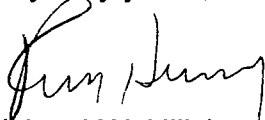
Dear Mr. Nash:

As you may recall, I am one of the local counsel representing Eagle Rubber, n/k/a as Hedstrom Corporation.

I enclose a copy of the Order pursuant to Bankruptcy Rule 3003(c)(iii) fixing a bar date for filing of certain Proofs of Claim which seems to fix October 17, 2000 as the last date for filing certain Proofs of Claim (the "Bar Date"). The Hedstrom Holdings, Inc. bankruptcy is pending in the United States Bankruptcy Court for the District of Delaware as a Chapter 11, Case No. 00-1665.

I would appreciate your replying to the undersigned with regard to whether or not Eagle Rubber and, derivatively, Hedstrom Holdings, Inc. and its eight affiliates collectively ("Hedstrom") will be deemed to be excluded from the "PRP's", since it would appear that the claim of the United States has been barred per the Order entered by Bankruptcy Judge Peter Walsh, United States Bankruptcy Court for Delaware.

Very truly yours,



Richard W. Hillsberg

RWH/hsk
Enclosure

cc: Mr. Alan Plotkin

07/02/01 16:24 FAX 212 758 2268
FROM

ORIGINAL

**IN THE UNITED STATES BANKRUPTCY COURT
FOR THE DISTRICT OF DELAWARE**

IN RE:	CHAPTER 11
HEDSTROM HOLDINGS, INC., et al.,	Case No. 00-1665 (PIW)
Debtors.	JOINTLY ADMINISTERED

**ORDER PURSUANT TO BANKRUPTCY RULE 3003(c)(3)
FIXING A BAR DATE FOR FILING CERTAIN PROOFS OF
CLAIM, APPROVING PROOF OF CLAIM FORM, APPROVING BAR
DATE NOTICE AND APPROVING NOTICE AND PUBLICATION PROCEDURES**

Upon consideration of the motion dated July 21, 2000 (the "Motion") of Hedstrom Holdings, Inc. ("Hedstrom Holdings") and its eight (8) affiliates (collectively, with Hedstrom, the "Debtors"), as debtors in possession, for an order fixing October 17, 2000 as the last date for filing certain proofs of claim (the "Bar Date"), approving the proof of claim form, approving the bar date notice and approving notice and publication procedures; and it appearing that (i) establishment of a date by which certain claims must be asserted against the Debtors or be forever barred in accordance with the authority granted to this Court by title 11 of the United States Code (the "Bankruptcy Code") and the Federal Rules of Bankruptcy Procedure (the "Bankruptcy Rules") is necessary for the prompt and efficient administration of these chapter 11 cases and to protect the interests of the Debtors, their estates and parties in interest herein and (ii) notification of the relief granted by this Order in the manner proposed by the Debtors, as set forth herein, is fair and reasonable and will provide good, sufficient and proper notice to all creditors of their rights and obligations in connection with claims they may have against the Debtors in these chapter 11 cases; and due and sufficient notice of the Motion having been given to

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the Office of the United States Trustee, counsel to the statutory committee of unsecured creditors and those persons who had requested notices in these cases as of the date of the Motion, and it appearing that no other or further notice need be given; and after due deliberation and sufficient cause appearing therefor, it is

ORDERED that, pursuant to Bankruptcy Rule 3003(c)(3), and except as otherwise provided herein, each person or entity that asserts a claim (as defined in section 101(5) of the Bankruptcy Code) against the Debtors that arose prior to April 11, 2000 (the "Commencement Date"), including, but not limited to, a claim for reclamation of goods, shall file an original, written proof of such claim which substantially conforms to Exhibit A attached hereto (the "Proof of Claim"), which form is hereby approved, or Official Form No. 10 so as to be received on or before October 17, 2000 at 4:00 p.m. Eastern Time (the "Bar Date") either by mailing their original proof of claim to Donlin, Recano & Company, Inc. (the "Claims Agent") as Agent for the United States Bankruptcy Court: Re: Hedstrom Holdings, Inc., et al.; P.O. Box 2054, Murray Hill Station; New York, NY 10156 or by delivering their original proof of claim by messenger or overnight courier to Donlin, Recano & Company, Inc. as Agent for the United States Bankruptcy Court: Re: Hedstrom Holdings, Inc., et al.; 419 Park Avenue South, Suite 1206; New York, NY 10016; and it is further

ORDERED that a claim shall not be disallowed simply because it is asserted against the wrong Debtor, and it is further

ORDERED that the rights of all parties in interest to challenge the accuracy or propriety of the Debtors' designation on the proof of claim form of the Debtor entities against which claims are scheduled as set forth in the Debtors' Schedules

(as defined below) and the designations, if any, by creditors on the proof of claim form of the Debtor entities against which they assert claims are hereby reserved; and it is further

ORDERED that proofs of claim will be deemed timely filed only if actually received by the Claims Agent on or before the Bar Date; and it is further

ORDERED that the Claims Agent shall not accept proofs of claim sent by facsimile or telecopy; and it is further

ORDERED that the following persons or entities are not required to file a proof of claim on or before the Bar Date:

- a. any person or entity that has already properly filed, with the Clerk, a proof of claim against the Debtors utilizing a claim form which substantially conforms to the Proof of Claim or Official Form No. 10;
- b. any person or entity (i) whose claim is listed on the Debtors' Statements of Financial Affairs, Schedules of Assets and Liabilities, Schedules of Executory Contracts and Unexpired Leases, and Lists of Equity Security Holders (collectively, as amended, the "Debtors' Schedules"), (ii) whose claim is not described as "disputed," "contingent," or "unliquidated," and (iii) who does not dispute the amount or nature of their claim as set forth in the Debtors' Schedules;
- c. any person having a claim under section 507(a) of the Bankruptcy Code as an administrative expense of the Debtors' chapter 11 cases;
- d. any current or former directors, officers or employees of the Debtors that have or may have claims against the Debtors for indemnification, contribution, subrogation or reimbursement;
- e. any Debtor having a claim against another Debtor;
- f. any direct or indirect non-debtor subsidiary of a Debtor having a claim against a Debtor;
- g. any stockholders with regards to claims solely evidencing an equity interest in the Debtors;

- b. any person or entity that holds a claim that has been allowed by an order of the Court entered on or before the Bar Date; and
- i. any person or entity whose claim is limited exclusively to a claim for the repayment by the applicable Debtor of principal and interest (a "Debt Claim") under Hedstrom Corporation's 10% Senior Subordinated Notes Due 2007 and Hedstrom Holdings, Inc.'s 12% Senior Discount Notes Due 2009 (collectively, the "Notes") or the indenture in respect of each of the Notes (the "Indentures"); provided, however, that (i) the foregoing exclusion in this subparagraph shall not apply to the indenture trustees under each of the Indentures (the "Indenture Trustees") (ii) each of the Indenture Trustees shall be required to file a proof of claim on account of the applicable Notes and Indentures for which it is trustee, on or before the Bar Date, and (iii) any holder of Notes that wishes to assert a claim arising out of or relating to the Notes or the Indentures, other than a Debt Claim, shall be required to file a proof of claim on or before the Bar Date, unless another exception identified in this paragraph applies.

and it is further

ORDERED that any person or entity that holds a claim that arises from the rejection of an executory contract or unexpired lease where the order authorizing such rejection is dated on or before September 15, 2000 must file a proof of claim based on such rejection on or before the Bar Date; whereas any person or entity that holds a claim that arises from the rejection of an executory contract or unexpired lease where the order authorizing such rejection is dated after September 15, 2000 must file a proof of claim on or before such date as the Court may fix in the applicable rejection order; and it is further

ORDERED that, to be properly filed pursuant to this Order, each proof of claim shall (i) be written in the English language, (ii) be denominated in lawful currency of the United States as of the Commencement Date, (iii) conform substantially with the Proof of Claim or Official Form No. 10; and it is further

ORDERED that any person or entity that is required to file a timely proof of claim in the form and manner specified by this Order and that fails to do so on or before the Bar Date, shall not, with respect to such claim, be treated as a creditor of the Debtors for the purpose of voting upon any plan or plans of reorganization for the Debtors, shall not receive or be entitled to receive any payment or distribution of property from the Debtors or their successors or assigns with respect to such claim, and shall be forever barred from asserting such claim against the Debtors; and it is further

ORDERED that notice of the entry of this Order and of the Bar Date (in a form substantially similar to the notice attached hereto as Exhibit B) (the "Bar Date Notice"), which Notice is hereby approved in all respects, shall be deemed good, adequate and sufficient notice if it is served, together with the Proof of Claim, by being deposited in the United States mail, first class postage prepaid, on or before August 15, 2000 upon:

- a. the Office of the United States Trustee,
- b. each member of the Statutory Committee of Unsecured Creditors and its attorneys,
- c. all known holders of claims listed on the Debtors' Schedules at the addresses stated therein,
- e. the District Director of Internal Revenue for the District of Delaware, and
- f. all persons and entities requesting notice pursuant to Bankruptcy Rule 2002 as of the entry of this Order;

and it is further

ORDERED that, with regards to those creditors listed on the Debtors' Schedules as disputed, contingent and/or unliquidated, the Debtors shall include a

notation on the Proof of Claim form for each such creditor indicating how the Debtors have scheduled the respective claims (including the amount of the claim and whether the claim has been scheduled as contingent, unliquidated and/or disputed), thereby satisfying the requirements under this Court's Revised Order #11; and it is further

ORDERED that, pursuant to Bankruptcy Rule 2002(l), the Debtors shall publish the Bar Date Notice in substantially the form attached hereto as Exhibit C (the "Publication Notice") in The Wall Street Journal (National Edition) on at least one occasion at least 20 days prior to the Bar Date, which publication is hereby approved in all respects and which shall be deemed good, adequate and sufficient publication; and it is further

ORDERED that the Debtors are hereby authorized and empowered to take such steps and perform such acts as may be necessary to implement and effectuate the terms of this Order; and it is further

ORDERED that entry of this Order is without prejudice to the right of the Debtors or any other party in interest to seek a further order of this Court fixing the date by which such holder of a claim not subject to the Bar Date established herein must file such claim against the Debtors or be forever barred from voting upon any plan or plans of

reorganization for such Debtors, from receiving any payment or distribution of property
from any of the Debtors or their successors or assigns with respect to such claim, and
from asserting such claim against any Debtor.

Dated: Aug 7, 2000
Wilmington, Delaware


HONORABLE PETER J. WALSH,
UNITED STATES BANKRUPTCY JUDGE